

EXHIBIT 5



Payoff Statement

December 30, 2013

To: Buchalter Nemer
Attn: Scott O. Smith
1000 Wilshire Blvd., Suite 1500
Los Angeles, CA 90017-2457

Property located at: 32881 Camino Capistrano, San Juan Capistrano, CA 92675
Original Principal Balance: \$5,700,000.00
Loan Number: 601904413 to Auto Orange II, LLC ("Borrower")
Payoff Statement good through November 21, 2013

Description	Amount
Principal Balance	\$ 5,349,931.01
Delinquent Monthly Payments	
July 2013 Payment – (\$58,425.39 less Chrysler rent (\$34,479.25))	\$ 23,946.14**
August 2013 Payment – (\$58,425.39 less Chrysler rent (\$34,479.25))	\$ 23,946.14**
September 2013 Payment – (\$58,425.39 less Chrysler rent (\$34,479.25))	\$ 23,946.14**
October 2013 Payment – (\$58,425.39 less Chrysler rent (\$34,479.25))	\$ 23,946.14**
November 2013 Payment – (\$58,425.39 less Chrysler rent (\$7,363.63))	\$ 51,061.76**
Default Interest implemented due to guarantor BK filing, default interest from 5/30-6/24 (less than 30 days).	\$ 27,046.87
Late Fees	\$ 4,944.84
Legal Fees (*as of November 8, 2013)	\$ 14,425.00
Trustee Fees	\$ 6,335.00
Reinstatement Fee	\$ 75.00
Reconveyance & Notary	\$ 80.00
Total Due:	\$ 5,549,684.04

*Legal fees indicated are as of November 8, 2013

**Amount of deficiency calculated after application of each payment

Default Per Diem: \$1,827.89

Note Rate Per Diem: \$787.63

Note: Third party fees may increase between now and the reinstatement of the loan. Please contact our office 24 hours prior to closing to confirm reinstatement figures.

Submit Cashier's Check to:

TerraCotta Realty Fund, LLC
2321 Rosecrans Avenue Suite 3270
El Segundo, CA 90245